

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

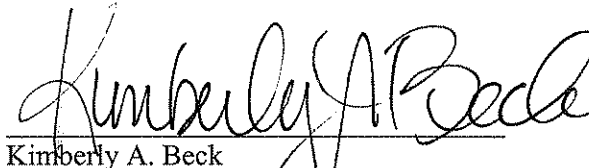
In re:) Chapter 11
)
WORLDWIDE DIRECT, INC., et al.,¹) Case No. 99- 108 (MFW)
)
Debtors.) Jointly Administered

AFFIDAVIT OF SERVICE


STATE OF DELAWARE)
) SS
NEW CASTLE COUNTY)

Kimberly A. Beck, being duly sworn according to law, deposes and says that she is employed by the law firm of Young Conaway Stargatt & Taylor, LLP, and that on June 15, 2005, she caused the following copies to be served, as indicated, upon the parties identified on the attached service list:

STIPULATED APPELLATE BRIEFING SCHEDULE


Kimberly A. Beck

SWORN TO AND SUBSCRIBED before me this 15th day of June, 2005.


Notary Public
My commission expires: _____

ANGELA M. COLSON
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Aug. 31, 2007

¹ Worldwide Direct, Inc., SmarTalk TeleServices, Inc., SmarTalk USPS Sales Co. (f/k/a American Express Telecom, Inc.), GTI Telecom, Inc., USA Telecommunications Services, Inc. (d/b/a The Debit Cellular Network), SmarTel Communications, Inc., SMTK NY-1 Corp., Creative Network Marketing, Inc., SmarTalk (Delaware) Corporation, SMTK Acquisition Corp., SMTK Acquisition Corp. III, SmarTalk Acquisition Corp., ConQuest Communications Corp., ConQuest Long Distance Corp., ConQuest Operator Services Corp., SmarTel, Inc., SmarTel International, Inc., SmarTel Communications of Virginia, Inc., and ConQuest Operator Services, LP.

SERVICE LIST
6/15/2005

Paul R. DeFilippo, Esq.
Wollmuth Maher & Deutsch LLP
One Gateway Center - Ninth Floor
Newark, NJ 07102
First Class Mail

Steven A. Kortanek, Esq.
Klehr Harrison Harvey Branzburg & Ellers, LLP
919 Market Street, Suite 1000
Wilmington, DE 19801
Hand Delivery

Office of the United States Trustee
844 King Street, Suite 2313
Lock Box 35
Wilmington, DE 19801
Hand Delivery